

DECLARATION, POWER OF ATTORNEY, AND PETITION

We,

Inventor: Roger W. Phillips
Address: 466 Jacqueline Drive
Santa Rosa, CA 95405
Citizenship: U.S.A.

Inventor: Richard L. Bonkowski
Address: 3568 Southridge Drive
Santa Rosa, CA 95403
Citizenship: U.S.A.

Inventor: Patrick K. Higgins
Address: 9971 Troon Ct.
Windsor, CA 95492
Citizenship: U.S.A.

Inventor: Charles T. Markantes
Address: 155 Stony Point Road #21
Santa Rosa, CA 95401
Citizenship: U.S.A.

declare: that our citizenship, residence address, and post office address are as set forth above; that we verily believe we are the original, first, and joint inventors of the subject matter of the invention or discovery entitled OPTICALLY VARIABLE SECURITY DEVICES for which a patent is sought and which is described and claimed in the specification which was filed in the United States Patent and Trademark Office as Serial No. 09/489,250 on January 21, 2000; that we have reviewed and understand the contents of the above-identified specification, including the claims; and that we acknowledge the duty to disclose information which is material to the patentability of this application in accordance with Section 1.56(a) of Title 37 of the Code of Federal Regulations.

We declare further that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful, false statements may jeopardize the validity of the application or any patent issuing thereon.

We hereby appoint as our attorneys and/or patent agents: RICK D. NYDEGGER, Registration No. 28,651; DAVID O. SEELEY, Registration No. 30,148; JONATHAN W. RICHARDS, Registration No. 29,843; JOHN C. STRINGHAM, Registration No. 40,831; BRADLEY K. DeSANDRO, Registration No. 34,521; JOHN M. GUYNN, Registration No. 36,153; CHARLES L. ROBERTS, Registration No. 32,434; GREGORY M. TAYLOR, Registration No. 34,263; DANA L. TANGREN, Registration No. 37,246; KEVIN B. LAURENCE, Registration No. 38,219; ERIC L. MASCHOFF, Registration No. 36,596; C. J. VEVERKA, Registration No. 40,858; ROBYN L. PHILLIPS, Registration No. 39,330; RICHARD C. GILMORE, Registration No. 37,335; DAVID B. DELLENBACH, Registration No. 39,166; KEVIN K. JOHANSON, Registration No. 38,506; DAVID L. GRIFFIN, Registration No. 44,136; R. BURNS ISRAELSEN, Registration No. 42,685; DAVID R. TODD, Registration No. 41,348; FRASER D. ROY, Registration No. P-45,666; CARL T. REED, Registration No. P-45,454; JESÚS JUANÓS i TIMONEDA, Registration No. 43,332; STEPHEN D. PRODNUK, Registration No. 43,020; R. PARRISH FREEMAN, JR., Registration No. 42,556; PETER F. MALEN, JR., Registration No. P-45,576; ADRIAN J. LEE, Registration No. 42,785; KYLE H. FLINDT, Registration No. 42,539; and ERIC M. KAMERATH, Registration No. P-46,081, with full power of substitution and revocation, to prosecute this

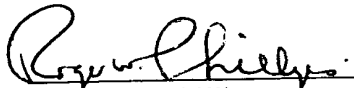
application and to transact all business in the Patent and Trademark Office connected therewith.

All correspondence and telephonic communications should be directed to:

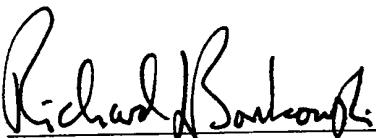
Gregory M. Taylor
WORKMAN, NYDEGGER & SEELEY
1000 Eagle Gate Tower
60 East South Temple
Salt Lake City, Utah 84111
Telephone: (801) 533-9800
Facsimile: (801) 328-1707

Wherefore, we pray that Letters Patent be granted to us for the invention or discovery described and claimed in the foregoing specification and claims, declaration, power of attorney, and this petition.

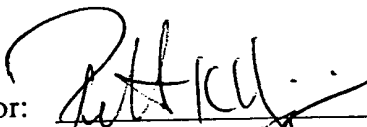
Dated this 2nd day of February 2000.

Inventor: 
Roger W. Phillips

Dated this 2nd day of February 2000.

Inventor: 
Richard L. Bonkowski

Dated this 2nd day of February 2000.

Inventor: 
Patrick K. Higgins

Dated this 20th day of February 2000.

Inventor: Charles T. Markantes
Charles T. Markantes

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WHEN RECORDED RETURN TO:

PATENT APPLICATION

Docket: 13676.152

WORKMAN, NYDEGGER & SEELEY
1000 Eagle Gate Tower
60 East South Temple
Salt Lake City, Utah 84111

ASSIGNMENT

We,

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Santa Rosa, CA 95401
Citizenship: U.S.A.

have invented a method and apparatus entitled OPTICALLY VARIABLE SECURITY DEVICES, hereinafter called the "invention."

Preferred embodiments of said invention are disclosed in a United States patent application executed heretofore and now identified as File No. 13676.152 of the law firm of Workman, Nydegger & Seeley, 1000 Eagle Gate Tower, 60 East South Temple, Salt Lake City, Utah 84111, and filed in the United States Patent and Trademark Office as Serial No. 09/489,250 on January 21, 2000.

The Assignee, Flex Products, Inc, a corporation of the State of Delaware, having a principal place of business at 1402 Mariner Way, Santa Rosa, CA 95407-7370, desires to secure the entire right, title and interest in said invention.

In consideration of One Dollar (\$1.00) and other good and valuable consideration paid to us by the Assignee, the receipt and sufficiency of which we hereby acknowledge, we HEREBY ASSIGN TO THE ASSIGNEE:

The entire right, title and interest in said invention in the above-identified United States patent application and in all divisions, continuations and continuations-in-part of said application, or reissues or extensions of Letters Patent or Patents granted thereon, and in all corresponding applications which may be filed in countries foreign to the United States, and in all patents issuing thereon in the United States and foreign countries.

The right to file foreign patent applications on said invention in its own name, wherever such right may be legally exercised, including the right to claim the benefits of the International Convention for such applications.

We hereby authorize and request the United States Commissioner of Patents and Trademarks, and such Patent Office officials in foreign countries as are duly authorized by their patent laws to issue patents, to issue any and all patents on said invention to the Assignee as the owner of the entire interest, for the sole use and behoof of the said Assignee, its successors, assigns and legal representatives.

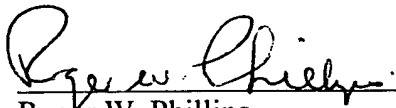
We hereby agree, without further consideration and without expense to us, to sign all lawful papers and to perform all other lawful acts which the Assignee may request of us to make this Assignment fully effective, including, by way of example but not of limitation, the following:

Prompt execution of all original, divisional, substitute, reissue, and other United States and foreign patent applications on said invention, and all lawful documents requested by the Assignee to further the prosecution of any of such patent applications.

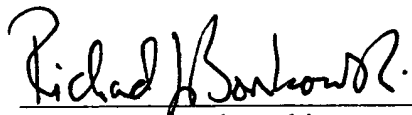
Cooperation to the best of our ability in the execution of all lawful documents, the production of evidence, nullification, reissue, extension, or infringement proceedings involving said invention.

This assignment and agreement shall be binding upon our heirs and legal representatives.

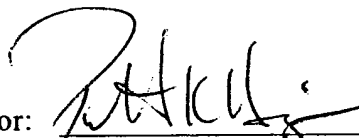
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